

MILES & STOCKBRIDGE P.C.

Amanda A. Neidert
410-385-3852
aneidert@milesstockbridge.com

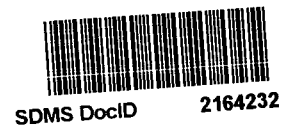
PFE ORIGINAL

March 5, 2012

VIA FEDERAL EXPRESS

AND EMAIL: martin-banks.joan@epa.gov

Ms. Joan Martin-Banks (3HS62)
United States Environmental Protection Agency, Region III
1650 Arch Street
Philadelphia, PA 19103-2029



Re: Sauer Dump, Lynhurst Road, Dundalk, Maryland also known as the Dump at Lynhurst, and the Cove Dump ("Sauer Site" or "Site")

Dear Ms. Martin-Banks:

This letter shall constitute the response of American Yeast Corporation ("American Yeast" or "Company") to the information request sent by Ms. Joanne Marinelli, Chief, Cost Recovery Branch and dated August 29, 2011. Thank you for allowing American Yeast additional time to respond.

Preliminary Background Information:

Preliminarily, American Yeast notes it has conducted a good faith investigation of its current and historical operations, and has no evidence of any waste materials having ever been sent to the Sauer Site. By way of background, the Company was incorporated as "AYC Corp." in Delaware on September 14, 1981, a copy of its incorporation certificate is attached. In 1983, the name of AYC Corp. was changed to "American Yeast Corporation." Accordingly, as a matter of law, the Company is not legally liable for any alleged waste at the Sauer Site prior to 1981, before it was incorporated. Secondly, there is no documentary or other evidence indicating that the Company, either directly or through a transporter, used the Sauer Site for any purpose. Notwithstanding the lack of any nexus to the Site, the below information is provided to EPA in response to its 104(e) information request.

1. What is the current nature of your business or activity? What was the nature of your business or activity during the period 1950 to 1990? Please describe in detail if the nature of your business or activity changed from the period 1950 to 1990. Please provide a detailed explanation of the changes to date.

Response to Question No. 1: Since 1981 American Yeast has manufactured baking yeast through a controlled fermentation process. The principal raw materials used in this process include a yeast culture and molasses. During the period 1981 to 1990, the nature of American Yeast's business activities was substantially the same, but at lower production rates.

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2. EPA has obtained information during the course of its investigation indicating that you may have produced waste which was disposed of at the Site, and/or disposed of waste at the Site referenced in this letter. Please provide the following information regarding all wastes and by-products produced by you during the period 1950 to 1990:

- a. The nature of each "waste" (as the term "waste" is defined in paragraph 6 of the definitions attached hereto) used including its chemical content, characteristics and physical state (i.e., liquid, solid, gas, or in the form of contaminated rags, cups, containers). Provide chemical analyses and Material Safety Data Sheets ("MSDS"). If these analyses are not available for the period 1950 through 1990, submit analyses for the time period closest to these dates and describe, in detail, any changes in the process(es) in which these wastes were produced that would affect the chemical analyses;
- b. The annual quantity of each "waste" used or generated;
- c. The process(es) in which each "waste" was used or the process (es) that generated each;
- d. The types of containers used to treat, store or dispose of each "waste"; and
- e. The method of treatment and/or disposal of each "waste."

Response to Question No. 2: As noted, there is no evidence that American Yeast ever produced any waste which was disposed at the Site. Notwithstanding, the Company provides the following information:

Time Period: 1981 to 1990

Waste Stream	Annual Quantity	Process(es) used/generated	Containers	Treatment and/or Disposal
General Office/Plant Trash (paper, canvas cloths used in press room to concentrate yeast, rags, empty yeast bags)	8 yd container emptied weekly; 20-30 cft dumpster emptied when needed	Office and plant trash	8 yd container; 20-30 cubic yd dumpster for larger trash	No records or recollection of haulers during this period. Subsequently used Benjer and/or Waste Management.

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Waste oil	Estimate of (2) 55-gal. drums per year	Pumps, separators, air blowers	55-gal. drum	Maryland Liquid Waste
Solid Salt Mud	5,000 tank cleaned every 1-2 years	Accumulation from process tank	5,000 gal. tank	Maryland Liquid Waste
Sulfuric acid, phosphoric acid and aqueous ammonia		Used and consumed in fermentation process – NO WASTE GENERATED		N/A
Caustic material	3 drums per week	In place cleaning of tanks	Drum	Drained to sewer
Old equipment/metal parts				Owl Metals

3. Provide the names, titles, areas of responsibility, addresses and telephone numbers of all persons, including your own who, during the period 1950 to 1990, may have:

- a. Disposed of or treated "waste" at the Site;
- b. Arranged for the disposal or treatment of "waste" at the Site; and
- c. Arranged for the transportation of "waste" to the Site (either directly or through transshipment points) for disposal or treatment.

Response to Question No. 3: From 1981 through 1990, persons with knowledge of the Company's waste disposal include:

Keiver Jordon, Maintenance Manager
 8215 Beachwood Road
 Baltimore, MD 21222
 (410) 477-3700

Ray Joyns, Plant Manager (deceased)

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4. Describe the methods used by you to dispose of and/or treat "waste" during the period 1950 to 1990.

Response to Question No. 4: See Response to Question No. 2.

5. If your response to Question 4 includes the contracting of a hauler or transporter to transport and/or dispose of wastes, explain the arrangements for those transactions and provide documentation that confirms the nature of those transactions.

Response to Question No. 5: See response to Question No. 2.

6. Did your company make arrangements with any of the following companies: Robb Tyler, Inc., Waste Disposal, Inc., Refuse Disposal Inc., Browning Ferris Industries ("BFI"), Harry T. Howell and Sons Trucking Inc., Debris Disposers, LTD, Buzz Berg Wrecking, B&B Wrecking, ARD Equipment, Berg Scrap Metal Company, The Berg Group, Berg Group Demolition, Doc Hershman, Cross Efficient Trash Removal Service, Inc., Curtis Refuse, Modern Trashmoval, Inc., Modern Trash, Modern, Inc., F.A. Sauer & Son, Fritz Excavating, North Point Trash Removal, Hellman Construction, Greif Brothers, Inc., J. William Parker & Son, Inc., Warren Parker Hauling, Earl Hartman, and Frank P. R. Bohager & Sons, Inc. to transport and/or dispose of wastes?

If so, identify:

- a. The persons with whom you, or such other persons, made such arrangements;
- b. Every date on which such arrangements took place;
- c. For each transaction, the nature and quantity of the "waste" including the chemical content, characteristics, physical state (i.e., liquid, solid), and the process for which the substance was used or the process that generated the substance;
- d. Precise locations at which each "waste" was disposed or treated;
- e. The persons who selected the Site as the place at which "waste" was disposed or treated;
- f. The final disposition of each of the "wastes" involved in such transactions; and
- g. The names of employees, officers, owners and agents for each transporter.

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Response to Question No. 6: The Company has no information or documents indicating that it made any transportation or disposal arrangements with any of the above companies or individuals.

7 For each and every instance in which your company arranged for disposal or treatment of "waste" at the Site identify:

- a. The characteristics, physical state (i.e., liquid, solid) and chemical composition of each "waste";
- b. The persons who supplied you with "waste" material disposed or otherwise handled by you;
- c. How such "wastes" were used, treated, transported, disposed or otherwise handled by you;
- d. When and where such "wastes" were used, treated, transported, disposed or otherwise handled by you;
- e. The quantity (number of loads, gallons, drums) of the "wastes" which were used, treated, transported, disposed or otherwise handled by you; and
- f. Any billing information and documents (invoices, trip tickets, manifests) in your possession regarding arrangements made with your company to generate, treat, store, transport or dispose of "wastes" at the Site.

Response to Question No. 7: See Response to Question No. 6. The Company has no information or documents indicating that it arranged for disposal or treatment of waste at the Site.

8. Provide the names, titles and areas of responsibility of any persons, including all present and former employees, who may be knowledgeable of your waste disposal practices, whether or not involving disposal at the Site, during the period 1950 to 1990. Include current addresses and dates of birth for former employees.

Response to Question No. 8: See Response to Question No. 3.

9. Describe any permits or applications and any correspondence between you and any regulatory agencies regarding "wastes" transported to or disposed of at the Site.

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Response to Question No. 9:

See Response to Question Nos. 6 and 7. No such

waste was sent.

10. Provide copies of any correspondence between you and any third party regarding "wastes" transported to or disposed of at the Site.

Response to Question No. 10:

See Response to Question Nos. 6 and 7. No such

waste was sent.

11. Provide the identity of, and copies of any documents relating to, any other person who generated, treated, stored, transported or disposed, or who arranged for the treatment, storage, disposal or transportation of such "wastes" to the Site.

Response to Question No. 11:

See Response to Question Nos. 6 and 7. No such

documents exist.

12. Provide the identities of all predecessors in interest who, during the period 1950 to 1990, transported, stored, treated or otherwise disposed of any "wastes" at the Site and describe in detail the nature of your predecessor in interest's business. Describe all changes in ownership from 1950 to the present, including the date of the ownership change and identify the type of change (i.e., asset purchase, corporate merger, consolidation, and name change). Provide a copy of each asset purchase and merger agreement.

Response to Question No. 12: It is unclear how the terms "predecessors in interest" are defined. Notwithstanding, the Company has no information or documents indicating that it or any predecessor in interest transported, stored, treated or otherwise disposed of any "wastes" at the Site. American Yeast Corporation was incorporated in 1981 as "AYC Corp." and changed its name to American Yeast Corporation in 1983. Enclosed are copies of the 1981 Certificate of Incorporation and the 1983 Certificate of Amendment of Certificate of Incorporation. In 1989, Lallemand acquired American Yeast Corporation in a confidential purchase and sale agreement.

Historically, another yeast company, Yeast Corporation of America, operated at 8215 Beachwood Road from approximately 1972 until 1980 when it ceased doing business and, on information and belief, liquidated in bankruptcy. Neither AYC Corp. nor American Yeast Corporation are legally related to "Yeast Corporation of America."

13. Provide the name, title, address, and telephone number of the person answering these questions on behalf of the respondent.

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Response to Question No. 13:

- a. Jean-François Lejeune, Plant Manager
8215 Beachwood Road
Baltimore, MD 21222
(410) 477-3700
- b. Keiver Jordon, Maintenance Manager
8215 Beachwood Road
Baltimore, MD 21222
(410) 477-3700
- c. Marian C. Hwang, Esquire
Miles & Stockbridge P.C.
10 Light Street
Baltimore, MD 21202
(410) 385-3604
- d. Amanda A. Neidert, Esquire
Miles & Stockbridge P.C.
10 Light Street
Baltimore, MD 21202
(410) 385-3852

14. For each question, provide the name, title, area of responsibility, current address and telephone number of all persons consulted in the preparation of the answers.

Response to Question No. 14:

- a. Jean-François Lejeune, Plant Manager
8215 Beachwood Road
Baltimore, MD 21222
(410) 477-3700
- b. Keiver Jordon, Maintenance Manager
8215 Beachwood Road
Baltimore, MD 21222
(410) 477-3700
- d. Francois Leblanc

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Vice President Finance and Administration for Lallemand
(514) 522-2133

- e. Douglas Harless
Former President, American Yeast Corporation
[REDACTED]

15. If you have reason to believe that there may be persons able to provide more detailed or complete responses to any question contained herein or who may be able to provide additional responsive documents, provide the names, titles, areas of responsibility, current addresses, and telephone numbers of such persons and describe the additional information or documents they may have.

Response to Question No. 15: No such information exists at this time.

16. For each and every question contained herein, if information or documents responsive to this Information Request are not in your possession, custody or control, then provide the names, titles, areas of responsibility, current addresses and telephone numbers of the persons from whom such information or documents may be obtained.

Response to Question No. 16: No such information exists at this time.

17. If you have any information about other parties who may have information which may assist the Agency in its investigation of the Site or who may be responsible for the generation of, transportation to or release of contamination at the Site, please provide such information. The information you provide in response to this request should include each party's name, address, type of business and the reasons why you believe the party may have contributed to the contamination at the Site or may have information regarding the Site.

Response to Question No. 17: No such information exists at this time.

Sincerely,



Amanda A. Neidert
AAN/vlh
Enclosures

CERTIFICATE OF INCORPORATION
OF
AYC CORP.

FILED
STOCK

SEP 14 1981

J.P.M.

Man C. Keenan
SECRETARY OF STATE

FIRST - The name of this Corporation is AYC Corp.

SECOND - Its registered office in the State of Delaware is to be located at 100 West Tenth Street, in the County of New Castle, Wilmington, Delaware 19801. The Registered Agent in charge thereof is The Corporation Trust Company.

THIRD - The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH - The total number of shares of stock which the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, \$1.00 par value.

FIFTH - The name and mailing address of the incorporator is Edmund Polubinski, Jr., c/o Warner & Stackpole, 28 State Street, Boston, Massachusetts 02109.

SIXTH - The board of directors is expressly authorized to adopt, amend or repeal the by-laws.

SEVENTH - The books of the Corporation may be kept outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or the stockholders or in the by-laws of the Corporation.

The UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Delaware, does make this Certificate hereby declaring and certifying that the facts herein stated are true, and I have accordingly hereunto set my hand this 11th day of September, 1981.

Edmund Polubinski, Jr.
Edmund Polubinski, Jr.

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

FILED

JAN 28 1983

22M

Edward C. Kington
SECRETARY OF STATE

AYC Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That by unanimous written consent of all members of the Board of Directors of AYC Corp. resolutions were duly adopted setting forth proposed amendments to the Certificate of Incorporation of said corporation, declaring said amendments to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendments is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended as follows:

"1. Article FIRST is deleted and the following language is inserted in its place:

FIRST - The name of this Corporation is
AMERICAN YEAST CORPORATION.

2. Article Fourth is deleted and the following language is inserted in its place:

FOURTH - The total number of shares of stock which the Corporation is authorized to issue is One Thousand (1,000) shares consisting of (1) 500 shares of Class A common stock, par value \$1.00 per share (the "Class A Stock"), and (2) 500 shares of Class B common Stock, par value \$1.00 per share (the "Class B Stock").

Following is a statement of the designations, powers, preferences and rights and the qualifications,

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limitations and restrictions thereof in respect of the Class A Stock and in respect of the Class B Stock.

SECTION I
CLASS A STOCK

1. Voting Rights. At every meeting of the Stockholders of the Corporation, every holder of Class A Stock shall be entitled to one vote for each share of Class A Stock standing in his name on the books of the Corporation. The holders of the Class A Stock shall be entitled to elect three (3) members of the Board of Directors of the Corporation.

2. Dividends. The holders of the Class A Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable in cash, stock or otherwise (such dividends hereinafter referred to as "Class A Dividends"). Class A Dividends may be declared in any one fiscal year in an amount in the aggregate no greater than the amount of the Class A Profits. "Class A Profits" at any point in time means fifty percent (50%) of the total of the net profits of the Corporation for the immediately preceding fiscal year plus any accumulated net profits from prior years, all as shown on the financial statements of the Corporation.

SECTION II
CLASS B STOCK

1. Voting Rights. Every holder of the Class B Stock shall be entitled to one vote for each share of Class B Stock standing in his name on the books of the Corporation on proposals to approve the merger, consolidation, or dissolution of the Corporation or the sale, lease or other disposition of all or substantially all of its assets. The holders of the Class B Stock shall also be entitled to elect one (1) member of the Board of Directors. Except as herein provided, the holders of the Class B Stock shall be without voting powers.

2. Dividends. In any fiscal year, the holders of the Class B Stock shall be entitled to receive dividends payable in cash or otherwise (such dividends hereinafter referred to as "Class B Dividends") when and in the same amount as any Class A Dividends declared by the Board of Directors in that fiscal year less the principal and interest due and payable in that fiscal year on the 12% Subordinated Note of the Corporation due January 31, 1997 (the "Note").

3. Redemption.

(a) Optional Redemption. After January 1, 1987, the Corporation may, at the option of the Board of Directors, at any time or from time-to-time, redeem all the shares of Class B Stock, provided, however, that the Class B shares shall not be redeemed unless the outstanding principal balance of and all accumulated unpaid interest on the Note has been or is simultaneously paid in full.

(b) Redemption Price. Any redemption pursuant to this paragraph 3 shall be at a redemption price per share (the "Redemption Price") equal to (i) \$475,500.00, plus (ii) one-half of the accumulated profits of the Corporation from January 31, 1982 to the date of redemption, plus (iii) one-half of the difference between (A) the accumulated depreciation or accumulated ACRS deduction as shown on the financial statements of the Corporation for the immediately preceding fiscal year and (B) straight line depreciation over the actual life of the depreciated property from January 31, 1982 to the date of redemption, minus (iv) the total of all distributions or dividends made or attributable to the Class B Stock excluding payments of principal and interest on the Note; divided by (v) the number of shares of Class B Stock outstanding.

(c) Notice and Effect of Deposit of Redemption Funds. Notice of every redemption pursuant to this paragraph 3 shall be mailed to the holders of record of the Class B shares so to be received at their respective addresses as the same shall appear on the books of the Corporation. Such notice shall be mailed not less than 30 days in advance of the Redemption Date to the holders of record of shares to be redeemed.

If, on the Redemption Date, the funds necessary for such redemption shall have been set aside by the Corporation, separate and apart from its other funds, in trust for the pro rata benefit of the holders of the shares

called for redemption, then, notwithstanding that any certificates for shares of Class B called for redemption shall not have been surrendered for cancellation, after the Redemption Date the right to receive dividends thereon shall cease to accrue and all rights of the holders of the Class B Stock (including the right to vote the shares) so called for redemption shall forthwith, after the Redemption Date, cease and terminate, excepting only the right of such holders to receive the Redemption Price for such shares but without interest, and such shares shall no longer be deemed outstanding. Any funds so set aside by the Corporation and unclaimed at the end of one year from the Redemption Date shall revert to the general funds of the Corporation, after which reversion the holders of such shares so called for redemption shall look only to the Corporation for payment of the Redemption Price.

If, on or after the giving of such notice but before the Redemption Date, the Corporation shall deposit the funds necessary for such redemption with any transfer agent for such shares of Class B Stock, in trust to be applied to the redemption of the Class B Stock called for redemption, then after the date of such deposit all rights of the holders of the Class B Stock (including the right to vote the shares) called for redemption shall forthwith, after the date of such deposit, cease and terminate (excepting only the right of such holders to receive the Redemption Price therefor but without interest), and such shares shall not, after the date of such deposit, be deemed outstanding. In case the holders of shares of Class B Stock so called for redemption shall not, at the end of one year from the Redemption Date, have claimed any funds so deposited, such transfer agent shall thereupon pay over to the Corporation such unclaimed funds, and such transfer agent shall thereafter be relieved of all responsibility in respect to such holders and such holders shall look only to the Corporation for payment of the Redemption Price.

Any interest accrued on funds set aside or deposited pursuant to this subparagraph (c) shall be paid to the Corporation from time-to-time.

(d) Status of Reacquired Shares. Class B shares which have been redeemed (whether through the operation of a sinking fund or otherwise) or purchased by the Corporation shall be cancelled and retired and no shares shall be issued in place thereof.

(e) Additional Shares. The Corporation will not issue any additional shares of Class B Stock until the Class B Stock shall have been redeemed in full.

4. Priority on Dissolution. In the event of any voluntary dissolution, liquidation or winding-up of the affairs of the Corporation, after payment or provision for payment of the debts and other liabilities of the Corporation, the holders of Class B Stock shall be entitled to receive, out of the net assets of the Corporation, \$475,500.00 minus sixty percent (60%) of the total amount paid by the Corporation in payment of the Sewer Surcharge Settlement as defined in Section 3.01(b) of the Purchase Agreement among the Corporation, Eagle Egg, Inc., Highcrest Management Company, Inc., Bertram H. Witham, George I. Hodor and Yeast Corporation of America and dated March 1, 1982, divided by the number of shares of Class B Stock outstanding for each share of Class B Stock held by them, before any distribution shall be made to the holders of Class A Stock or other stock of the Corporation also ranking junior to Class B Stock upon liquidation.

If upon any such dissolution, liquidation or winding-up of the Corporation its net assets shall be insufficient to permit the payment in full of the respective amounts to which the holders of all outstanding Class B Stock are entitled as above provided, the entire remaining net assets of the Corporation shall be distributed among the holders of Class B Stock in amounts proportionate to the full amounts to which they are respectively so entitled.

Neither the merger nor consolidation of the Corporation, nor the sale, lease or conveyance of all or a

part of its assets, shall be deemed to be a voluntary or involuntary liquidation, dissolution or winding-up of the affairs of the Corporation within the meaning of this paragraph 4.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, the stockholders of said corporation by the unanimous written consent thereof, approved the adoption of such resolution and the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said AYC Corp. has caused this certificate to be signed by Marvin Douglas Harless its President, and attested by Barbara A. Rocco, its Secretary, this 6th day of January, 1983.

AYC Corp.

By: Marvin D. Harless
President

ATTEST:

By: Barbara A. Rocco
Secretary